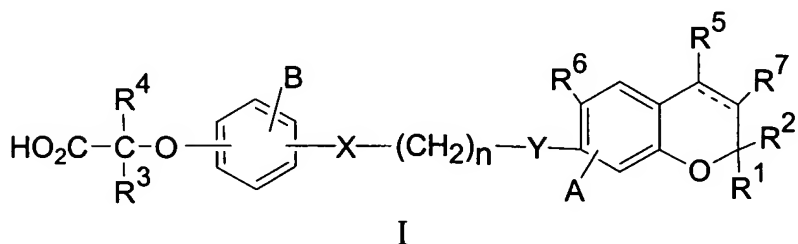


AMENDMENTS TO THE CLAIMS

This listing of Claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (original) A compound having Formula I, or a pharmaceutically acceptable salt thereof, wherein



R¹ and R² are each C₁-C₃ alkyl, which are optionally substituted with 1-5 halogens independently selected from F and Cl;

R³ is selected from the group consisting of

- (a) H, and
- (b) C₁-C₃alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

R⁴ is C₁-C₃ alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

R⁵ is selected from the group consisting of H and C₁-C₃alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

R⁶ is selected from H, Cl, CH₃ and CF₃;

R⁷ is selected from H and C₁-C₃ alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

A and B are each selected from H, Cl, F, CH₃, and CF₃;

The dashed line connecting the ring carbon atoms attached to R⁵ and R⁷ is an optional double bond;

X and Y are independently selected from O and S; and

n is an integer from 2-3.

2. (original) A compound according to Claim 1, wherein X and Y are each O.
3. (original) A compound according to Claim 1, wherein A, B, and R⁷ are H.
4. (original) A compound according to Claim 1, wherein R⁵ is CF₃.
5. (original) A compound according to Claim 1, wherein R⁵ is C₁-C₃ alkyl.
6. (original) A compound according to Claim 1, wherein R⁶ is selected from Cl, CH₃ and CF₃.
7. (original) A compound according to Claim 6, wherein R⁶ is Cl.
8. (original) A compound according to Claim 1, wherein R³ and R⁴ are each independently selected from CH₃, C₂H₅, and C₃H₇.
9. (original) A compound according to Claim 1, wherein R¹ and R² are each selected from CH₃ and C₂H₅.
10. (original) A compound according to Claim 9, wherein R¹ and R² are each CH₃.
11. (original) A compound according to Claim 1, wherein

R¹ and R² are each independently selected from the group consisting of CH₃ and C₂H₅;

R³ and R⁴ are each independently selected from the group consisting of CH₃, C₂H₅, and C₃H₇;

R⁵ is CF₃ ;

R⁶ is Cl;

R⁷, A, and B are H;

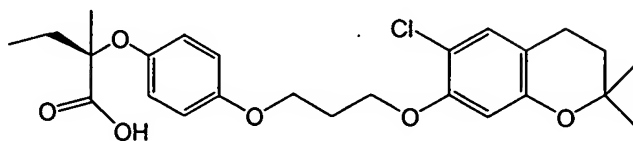
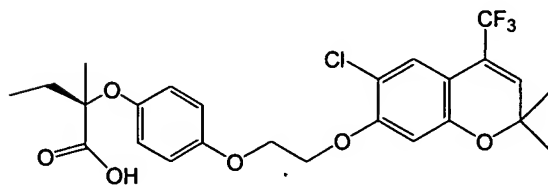
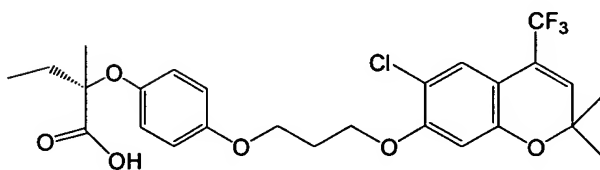
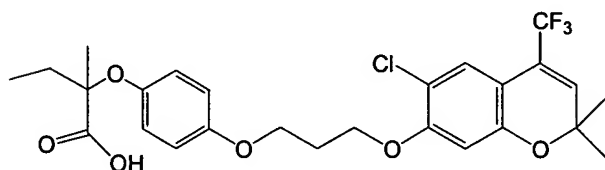
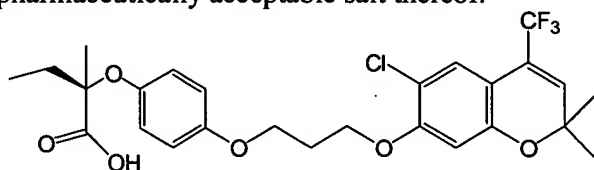
The dashed line connecting the ring carbon atoms attached to R⁵ and R⁷ is a double bond;

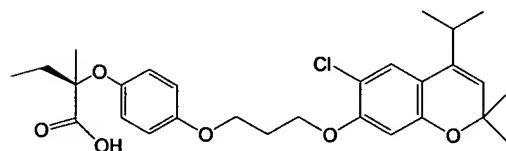
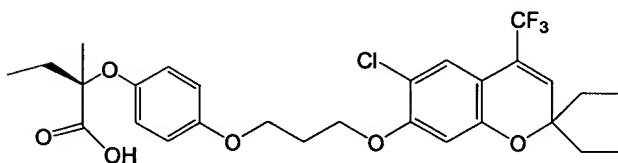
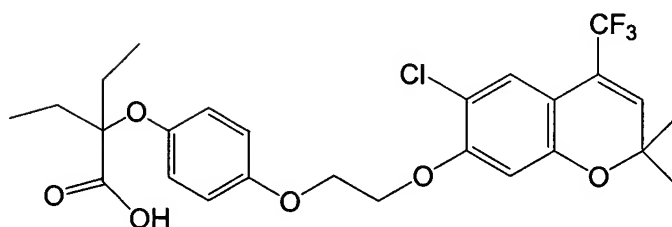
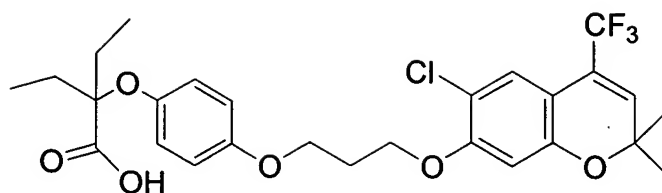
X and Y are O; and

n is an integer from 2-3.

12. (original) A compound according to Claim 11, wherein R¹ and R² are each CH₃.

13. (original) A compound according to Claim 1, having the formula shown below, or a pharmaceutically acceptable salt thereof:





14. (original) A pharmaceutical composition comprising a compound of Claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

Claim 15 cancelled

16. (original) A method for treating one or more lipid disorders, selected from the group consisting of dyslipidemia, hypercholesterolemia, hyperlipidemia, hypertriglyceridemia,

low HDL levels, and high LDL levels in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

Claims 17-28 cancelled